

1 A It's a short form FCC application.

2 Q Who prepared this?

3 A I did.

4 Q When was it prepared?

5 A It looks like August 19th, 1991.

6 Q Do you know why it was prepared?

7 A I don't recall.

8 Q Could you tell me how it was
9 prepared? Walk me through the steps you took
10 to prepare this application.

11 A I don't recall specifically.

12 Q Do you know where you got the
13 information from that was included in the
14 application?

15 A I believe it came from the client.

16 Q When you say the client, who do you
17 mean?

18 A Reading Broadcasting.

19 Q Do you recall who in Reading
20 Broadcasting provided the information?

21 A Probably Mike Parker.

22 Q Do you recall whether he gave you

1 that information orally or in writing?

2 A It probably was in writing since
3 it's fairly lengthy.

4 Q Then what did you do with it once
5 he provided the information?

6 A I prepared the application for
7 filing.

8 Q After the application was prepared
9 by you, did you provide a copy to Mr. Parker
10 for his review?

11 A Probably.

12 Q Then what would happen?

13 MR. GEOLOT: Then what did happen?

14 BY MR. COLE:

15 Q I'm sorry. Then what did happen?

16 A I probably tracked the application
17 at the commission, the status of it.

18 Q Tracked it meaning what?

19 A Whether it was received, came on
20 public notice.

21 Q Ultimately got granted?

22 A Yes.

1 MR. COLE: Speaking of grants, let
2 me show you this. We'll mark this as
3 Number 5.

4 (Friedman Deposition Exhibit
5 No. 5 was marked for
6 identification.)

7 BY MR. COLE:

8 Q I provided the witness and other
9 counsel with the document on Federal
10 Communications Commission letterhead dated
11 August 28, 1991. It's a form of sorts
12 addressed to Reading Broadcasting, Inc. and
13 it indicates that an Application File
14 Number 910814KE has been granted.

15 Would you agree that I've described
16 that document correctly?

17 A Yes.

18 Q Does this reflect that the 316, the
19 short form application we were just looking
20 at, was granted on or about
21 August 27, 1991 according to the upper
22 left-hand corner?

1 A Yes.

2 MR. COLE: Let me show you a
3 document which is covered by a letter dated
4 October 16, 1991. We'll mark that as
5 Friedman Number 6.

6 (Friedman Deposition Exhibit
7 No. 6 was marked for
8 identification.)

9 BY MR. COLE:

10 Q The first page is a letter from
11 Mr. Wadlow to Mr. Parker dated
12 October 16, '91 and it's accompanied by two
13 pages, the first of which is a bill on Sidley
14 & Austin letterhead dated October 16, '91 to
15 Mr. Parker, and the third page is a listing
16 of time entries. Are you familiar with this
17 document?

18 A Yes.

19 Q I want to focus your attention on
20 the third page, which is the attorney time
21 listings. Help me with this, if you, please.
22 There's a column headed T-K-P-R. Does that

1 stand for timekeeper?

2 A I believe so.

3 Q In that column there are multiple
4 references to initials PGF. Would that be
5 you?

6 A That's me.

7 Q So time entries associated with PGF
8 timekeeper reflect matters that you worked
9 on; is that correct, and the time you
10 recorded in billing for the client?

11 A Yes.

12 Q Can you interpret those for me,
13 just interpret the first two entries?

14 A On September 3rd, 1991 it says I
15 conferenced RCW regarding grant of transfer
16 application, teleconference station re same
17 and his entry is similar.

18 Q So essentially you knew on
19 September 3rd that the application had been
20 granted and you spoke with Mr. Wadlow in the
21 station about it; is that a fair assessment
22 of that?

1 A Yes.

2 Q On 9/17/91 there's an entry which
3 reads, "Conf. RCW re opinion letter." Do you
4 see that?

5 A Yes.

6 Q What was that the nature of that
7 work?

8 A I don't remember.

9 Q Do you recall whether it was
10 related in any way to the grant of the
11 application?

12 A I don't remember.

13 Q Would your response be the same
14 with respect to the 9/22/91 entry which
15 reads, "Draft opinion letter"?

16 A Yes. I don't recall.

17 Q The 9/23/91 entry, Draft opinion
18 letter"?

19 A Yes.

20 Q The 9/24/91, "Finalize opinion
21 letter"?

22 A Yes.

1 Q Making progress.

2 Does the Wadlow entry for 9/24/91
3 refresh your recollection at all about the
4 nature of the opinion letter?

5 A No.

6 Q Finally, the 9/30/91 entry for you
7 which reflects a "Teleconf. F. N-I-C-E re
8 opinion letter," does that refresh your
9 recollection at all?

10 A No.

11 Q Do you know who F. Nice was?

12 A I recall that name. He's an
13 attorney. But I don't recall anything else
14 about him.

15 MR. COLE: Let me show you this.
16 We'll mark it as Friedman Number 7. This
17 will be very similar to what we just went
18 through.

19 (Friedman Deposition Exhibit
20 No. 7 was marked for
21 identification.)

22 BY MR. COLE:

1 Q This is a letter dated
2 November 15, 1991 addressed to Mr. Parker
3 from Mr. Wadlow accompanied by a three-page
4 document, the first page of which is a bill
5 covering professional services through
6 October 31, '91, and then two pages of
7 attorney time entries, and these are Bates
8 stamped S&A 207 through 210.

9 Is this document familiar to you?

10 A Yes.

11 Q Please go to the third page, which
12 is Bates stamped 209, which is the first page
13 of the attorney entries, the third entry on
14 that list is for 10/3/91 and it has PGF,
15 which is you, correct?

16 A Correct.

17 Q It indicates that there was a
18 teleconf with at least two individuals "re
19 opinion letter and status of FCC license," et
20 cetera; is that correct?

21 A Correct.

22 Q Could you tell me what that

1 teleconference was about?

2 A I don't recall.

3 Q The first entry, 9/27/91, refers to
4 a closing agenda. Do you see that?

5 A Yes.

6 Q Do you recall what the closing
7 agenda was?

8 A No, I don't.

9 Q Do you know what transaction was
10 being closed?

11 A No, I don't.

12 Q Do you recall seeing any closing
13 agenda with respect to the 316 application
14 which we looked at several moments ago?

15 A No.

16 Q Do you know whether the
17 transactions set forth in the 316 application
18 that we looked at moments ago were, in fact,
19 closed at any time?

20 A I don't remember.

21 MR. COLE: Let me show yo this.

22 I'll mark this as Number 8.

1 (Friedman Deposition Exhibit
2 No. 8 was marked for
3 identification.)

4 BY MR. COLE:

5 Q It's a one-page letter dated
6 October 22, 1991 over your name to the FCC.
7 Let me first ask before you review that is
8 that your signature?

9 A Yes, it is.

10 Q Could you take a look at this
11 document and I want to ask you a couple of
12 questions about it?

13 A Okay.

14 Q Have you had a chance to look at
15 that?

16 A Yes.

17 Q Do you recall the circumstances
18 which led to your writing this letter?

19 A No.

20 Q Do you know why the extension of
21 the closing date was requested?

22 A No.

1 Q Go back if you could to Friedman
2 Number 7, which I believe is the November 15
3 letter, and accompanying bill. Do you see
4 the entry for 10/15/91 for PGF?

5 A Yes.

6 Q Could you tell me what that says or
7 interpret that for me, please?

8 A It says I spoke to Mike Parker and
9 Linda Hendrickson regarding the confirmation
10 garnishment of Aurandt's stock and
11 conferenced another attorney here about
12 pledging security agreements.

13 Q Who is Linda Hendrickson?

14 A I believe she worked for Mike
15 Parker.

16 Q Who is MLT?

17 A That was Margaret Tobey, an
18 attorney here at Sidley.

19 Q Is she still at Sidley?

20 A No, she's not.

21 Q So am I correct that this would
22 indicate that on October 15 you spoke with

1 Mr. Parker?

2 A Yes.

3 MR. GEOLOT: I'm sorry. You're
4 asking just what the document reflects, not
5 her personal recollection?

6 MR. COLE: That's right.

7 BY MR. COLE:

8 Q That's all I'm asking you.

9 A Yes.

10 Q Do you recall whether Mr. Parker
11 advised you during that conversation that he
12 had issued Reading Broadcasting stock on that
13 day?

14 A I don't recall.

15 Q Now, if you could go to the next
16 page on that. On 10/21/91 there are two
17 entries, one for you and one for Mr. Wadlow.
18 Do you see that?

19 A Yes.

20 Q Could you interpret those for me,
21 please?

22 A It says I finalized a request to

1 extend the consummation date and conference
2 Clark regarding the same and also spoke to
3 Linda Hendrickson.

4 Q What did you speak with Linda
5 Hendrickson about?

6 A I don't recall the specifics. It
7 says here regarding the status.

8 Q Do you recall the status of what?

9 A No.

10 Q What does Mr. Wadlow's say?

11 A His says, "Conference PGF re
12 ownership issues."

13 Q Would that be the same conference
14 that's referenced in your entry?

15 A I suppose, yes.

16 Q But you don't know for sure?

17 A I don't remember.

18 Q Do you recall what ownership issues
19 Mr. Wadlow conferred with you about on
20 October 21?

21 A No.

22 Q Further on down this page during

1 the time period October 22 to October 29
2 there are a number of entries which indicate,
3 for example, on 10/23/91 your entry reads,
4 "Research re assignment, consummation,
5 garnishment of stock." Next day, "Research
6 re transfers, garnishment of stocks." The
7 next day, "Research re consummation of
8 transfer." Do you see where I'm talking
9 about?

10 A Yes.

11 Q Can you tell me what caused you to
12 research those issues?

13 A I don't remember.

14 Q Do you recall what the nature of
15 your research was?

16 A No.

17 Q Finally, at the bottom,
18 Halloween, 10/31/91, could you interpret the
19 PGF entry there?

20 A It says I spoke to Linda
21 Hendrickson and Clark regarding the transfer
22 and I prepared for a meeting at the

1 commission.

2 Q Do you know who arranged for a
3 meeting at the commission?

4 A No.

5 Q Do you know who the meeting was
6 going to be with?

7 A I believe it was with Alan Glasser.

8 Q Anybody else?

9 A I don't recall.

10 Q Now, am I correct that the 10/31/91
11 entry indicates you spoke with Linda
12 Hendrickson?

13 A Yes.

14 Q On 10/31/91?

15 A Yes.

16 MR. GEOLOT: Again, just to make
17 sure, you're just testifying to what the
18 document says as opposed to independent
19 recollection?

20 THE WITNESS: Correct.

21 MR. COLE: I appreciate that.

22 BY MR. COLE:

1 Q Do you recall whether during that
2 conversation with Ms. Hendrickson on
3 October 31, 1991 Ms. Hendrickson mentioned to
4 you that the evening before new officers and
5 directors of Reading Broadcasting had been
6 elected?

7 A I don't recall.

8 MR. HUTTON: Counsel, I've been
9 giving you some leeway here based on the LJ's
10 ruling yesterday, but can you move back into
11 the disclosure issue that we're supposed to
12 be litigating?

13 MR. COLE: If you have a problem,
14 Mr. Hutton, you should feel free to call the
15 judge.

16 MR. COLE: I'm going to show you a
17 document which we'll mark as Friedman
18 Number 9, which is document, first page of
19 which is a letter on Sidley & Austin
20 stationery dated December 17, 1991, from
21 Mr. Wadlow to Mr. Parker followed by a bill
22 dated December 17, 1991, one page in length,

1 followed by two pages of attorney diary time
2 entries.

3 (Friedman Deposition Exhibit
4 No. 9 was marked for
5 identification.)

6 BY MR. COLE:

7 Q Do you see that?

8 A Yes.

9 Q Now, go to the first page of the
10 diary, I apologize to Mr. Geolot. This
11 entire document is Bates stamped 203 to 206
12 and let's go to page 205. The first entry on
13 that page indicates a 11/1/91, well, actually
14 could you interpret that for me, the PGF
15 entry there?

16 A It just says that I prepared for a
17 meeting at the FCC and conferenced Clark and
18 Alan Glasser regarding the transfer of
19 control and prepared the transfer
20 application.

21 Q So is this a meeting at the FCC
22 with Clark and Mr. Glasser?

1 A I believe so.

2 Q Do you recall anything about that
3 meeting?

4 A No, I don't.

5 Q The final entry as to 11/1/91
6 indicates prepare transfer application; is
7 that correct?

8 A Yes.

9 Q Do you know why you prepared the
10 transfer application?

11 A No.

12 Q Do you know whether the preparation
13 of the transfer application was related in
14 any way to your meeting with Mr. Glasser?

15 A I don't remember.

16 Q Do you remember where the meeting
17 with Mr. Glasser occurred?

18 A I believe at the FCC.

19 Q Do you know how long the meeting
20 was?

21 A No.

22 Q Your total time entry there is 2.5

1 hours. Does that refresh your recollection at
2 all as to how long the meeting was?

3 A No.

4 MR. GEOLOT: Other than it had to
5 be less than 2.5 hours.

6 THE WITNESS: That's correct.

7 BY MR. COLE:

8 Q Who is Alan Glasser?

9 A Alan Glasser was an attorney at the
10 FCC.

11 Q What office did he work in?

12 A I believe it was the Mass Media
13 Bureau.

14 Q Do you know what office in the Mass
15 Media Bureau?

16 A Probably television branch, but I
17 don't recall his title specifically.

18 MR. COLE: Let me now show you this
19 document which we'll mark as Friedman No. 10.

20 (Friedman Deposition Exhibit
21 No. 10 was marked for
22 identification.)

1 BY MR. COLE:

2 Q This is an application for transfer
3 of control of Reading Broadcasting, Inc. The
4 application itself was filed, I believe we
5 all agree, on November 13, 1991 and was
6 amended by the cover letter, which we're
7 looking at, which is the first page of the
8 document I've just handed you, was amended on
9 November 22, 1991. I'd like you to take a
10 look at this document and I'll ask you some
11 questions about this.

12 A Okay.

13 Q Have you looked it over?

14 A Yes.

15 Q Is this the transfer application
16 that's referred to in the bill to which we
17 were just looking at in Friedman Number 9?

18 A Yes.

19 Q For sake of convenience let's call
20 this a 315.

21 A Okay.

22 Q Not a 316. A 315.

1 Do you know why this 315 was filed?

2 A No.

3 Q Who drafted this 315?

4 A I prepared the application for
5 filing.

6 Q Tell me how you went about
7 preparing the application.

8 A I made sure that all of the
9 questions were answered on the form and
10 organized the exhibits and prepared it for
11 filing at the commission.

12 Q Did you yourself do the typing?

13 A I don't remember.

14 Q Was the information put on the form
15 itself by typing within Sidley & Austin, that
16 is, in other words, somebody at Sidley Austin
17 or somebody else do the typing?

18 A Yes, yes.

19 Q Where did the information come from
20 that was inserted in the application?

21 A The information came from the
22 client.

1 Q The client is who?

2 A Reading Broadcasting.

3 Q Would that information have been
4 communicated in writing or orally?

5 A Probably both.

6 Q Do you recall any particular
7 written information that was provided to you
8 in connection with the preparation of this
9 application?

10 MR. GEOLOT: What do you mean?

11 MR. COLE: I'm trying to find what,
12 if any, documents she recalls having been
13 provided for her use in inserting information
14 into the application form.

15 THE WITNESS: I recall a document
16 indicating the stock ownership of Reading
17 Broadcasting.

18 BY MR. COLE:

19 Q Where did that document come from?

20 A From Mike Parker or his office.

21 Q How about the information about
22 officers and directors, as set forth in this

1 application?

2 A That was provided by the client.

3 Q The information about EEO, which is
4 included in the EEO section?

5 A Also provided by the client.

6 Q Now I'm at Exhibit Number 1. Do
7 you have that in front of you? It's
8 entitled, "Authorization of Auxiliary
9 Facilities."

10 A Yes.

11 Q Where does that information come?

12 A Probably from the client.

13 Q Exhibit Number 2, which does not
14 have a title, but begins, "The instant
15 application requests consent." Do you see
16 that?

17 A Yes.

18 Q Did you draft this language?

19 A I probably did.

20 Q Do you recall where you got the
21 information from to include in this exhibit?

22 A Probably from the client.

1 Q Did the client also provide you
2 with the document of the bankruptcy court,
3 which is attached to Exhibit Number 2?

4 A I don't recall.

5 Q In Exhibit Number 3, do you know
6 who prepared that?

7 A I believe I prepared it.

8 Q You prepared this. Where did you
9 get the information?

10 A From the client.

11 Q Let me refer you to Friedman
12 Number 1, which is the Norwell application,
13 and specifically to Exhibit Roman numeral I
14 in that application. It looks like this
15 (indicating).

16 A Okay.

17 Q If you could, please, compare, in
18 particular, the language of the final
19 paragraph in Reading Exhibit Number 3
20 beginning, "Although neither applicant nor
21 the holder," with the final paragraph in the
22 Norwell exhibit.

1 A Okay.

2 Q Have you?

3 A Yes.

4 Q The Norwell application was filed
5 in July of 1991, which was four months prior
6 to November of 1991?

7 A Yes.

8 Q Does that refresh your recollection
9 as to whether or not you prepared the
10 language in Exhibit 3 to the Reading
11 application?

12 A No.

13 MR. GEOLOT: Well, perhaps you
14 should clarify what you mean by prepared.

15 BY MR. COLE:

16 Q I'm sorry. What do you mean by
17 prepared?

18 A I organized the exhibit and took
19 the information provided by the client and
20 prepared it for filing.

21 Q I'm sorry. So let me go back. So
22 you did not draft this?